

**STATE OF NEW MEXICO
ENERGY, MINERALS AND NATURAL RESOURCES DEPARTMENT
OIL CONSERVATION DIVISION**

NMOCD - ACOI 110-B

IN THE MATTER OF OXY USA WTP LIMITED PARTNERSHIP,

Respondent.

**SECOND AMENDED
AGREED COMPLIANCE ORDER**

Pursuant to Ordering Paragraph 4 of Agreed Compliance Order 110 as amended (hereinafter "Order"), the Director of the Oil Conservation Division ("OCD") hereby amends that Order as follows:

FINDINGS

1. The Order required OXY USA WTP Limited Partnership ("Operator") to return to compliance with OCD Rule 201 at least 5 of the wells identified in Exhibits A and B by August 10, 2006 (the "first period"), and file a compliance report by that date. If Operator met its goals for the first period, the OCD would issue an amendment extending the terms of the order for an additional six months (the "second period") and require Operator to return 5 additional identified wells to compliance. If Operator returned more than 5 wells identified in Exhibit A and B to compliance in either period, the excess would count towards Operator's goal in the next period.

2. Operator filed a timely compliance report for the first period, and the OCD verified that Operator returned the following wells identified in Exhibits A and B to compliance during the first period:

- | | |
|----------------------------------|--------------|
| • Brunson B #007 | 30-025-09980 |
| • East Eumont Unit #022 | 30-025-05553 |
| • East Eumont Unit #118 | 30-025-05849 |
| • Government AB #009 | 30-015-27964 |
| • Myers Langlie Mattix Unit #247 | 30-025-11044 |
| • OXY Penny Loafer Federal #001 | 30-015-31453 |
| • Winston Gas Com #001 | 30-015-10363 |

3. Because Operator met and exceeded by two wells its 5-well goal for the first period, the OCD issued ACOI 110-B to extend the terms of ACOI 110 for an additional six months and require operator to return 3 additional wells to compliance to meet its 5-well goal for the second period.

4. Operator filed a timely compliance report for the second period, and the OCD verified that Operator returned the following wells identified in Exhibits A and B to compliance during the second period:

- Oxy Mustang State Com #001 30-015-29376
- C.D.M.A Com #001 30-015-212687
- Myers Langlie Mattix Unit #039 30-025-10887

5. The following wells identified in Exhibits A and B remain out of compliance:

- OXY Colt Federal #001 30-015-29795
- Oxy Jamoca Federal #001 30-015-32265
- McKittrick 11 Federal 3003 30-015-33610
- Oxy Pralines & Cream Federal #001Q 30-015-32982

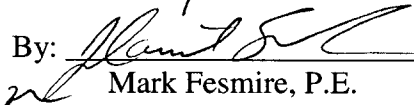
CONCLUSIONS

1. Operator met its five-well goal for the second period.
2. The OCD should amend the Order to extend its terms through August 10, 2007 and require Operator to return to compliance by that date the four remaining wells identified in Exhibits A and B.

ORDER

1. Operator shall return to compliance by August 10, 2007 the four wells identified in Findings Paragraph 5, above.
2. Operator shall file a compliance report by August 10, 2007 using the Oil Conservation Division's web-based on-line application. If the on-line application is not available, Operator shall file a written compliance report by August 10, 2007 with the OCD's Compliance and Enforcement Manager.
3. The terms of Agreed Compliance Order 110 otherwise remain in effect.

Done at Santa Fe, New Mexico this 14th day of February, 2007

By: 
Mark Fesmire, P.E.
Director, Oil Conservation Division